

Seton M. J.

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UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORKIN RE INITIAL PUBLIC OFFERING
SECURITIES LITIGATION

) Master Case No. 21 MC 92 (SAS)

) 01 Civ. 4779 (SAS)

IN RE WIRELESS FACILITIES, INC.
INITIAL PUBLIC OFFERING SECURITIES
LITIGATION

) Hon. Shira A. Scheindlin

) NOTICE OF WITHDRAWAL AND
) SIMULTANEOUS APPEARANCE OF
) SUBSTITUTE COUNSEL;
) [PROPOSED] ORDER
)

PLEASE TAKE NOTICE that the law firm of Cooley Godward Kronish LLP hereby withdraws as counsel of record for defendant Kratos Defense & Security Systems, Inc. (formerly known as Wireless Facilities, Inc.) (hereinafter, "Kratos") in the above-captioned actions.

Morrison & Foerster LLP, 1290 Avenue of the Americas, New York, New York 10104-0050, hereby enters its notice of appearance as counsel of record for Kratos.

Dated: February 11, 2010Dated: February 11, 2010

COOLEY GODWARD KRONISH LLP

MORRISON & FOERSTER LLP

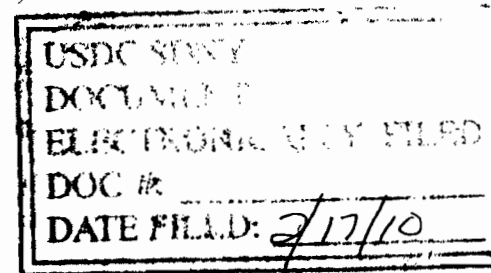
By: Angela L. DunningBy: Angela T. Rella

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Withdrawing Attorneys for Kratos Defense &
Security Systems, Inc. (formerly known as
Wireless Facilities, Inc.)

Superseding Attorneys for Kratos Defense &
Security Systems, Inc. (formerly known as
Wireless Facilities, Inc.)




[PROPOSED] ORDER

SO ORDERED:

Dated: Feb 16, 2010



Shira A. Scheindlin, U.S.D.J.



UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

IN RE INITIAL PUBLIC OFFERING)	Master Case No. 21 MC 92 (SAS)
SECURITIES LITIGATION)	
)	01 Civ. 4779 (SAS)
IN RE WIRELESS FACILITIES, INC.)	
INITIAL PUBLIC OFFERING SECURITIES)	Hon. Shira A. Scheindlin
LITIGATION)	
)	AFFIDAVIT IN SUPPORT OF
)	NOTICE OF WITHDRAWAL AND
)	SIMULTANEOUS APPEARANCE OF
)	SUBSTITUTE COUNSEL
<hr/>		
STATE OF CALIFORNIA)	
COUNTY OF SANTA CLARA)	

ANGELA L. DUNNING, being duly sworn, deposes and says:

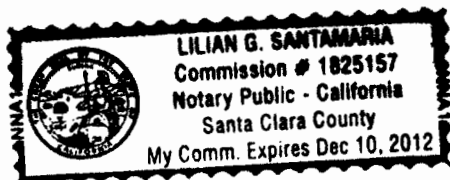
1. I am a member of the law firm of Cooley Godward Kronish LLP.
2. Pursuant to Local Rule 1.4, I submit this affidavit in support of the accompanying Notice of Withdrawal and Simultaneous Appearance of Substitute Counsel; [Proposed] Order.
3. Defendant Kratos Defense & Security Systems, Inc. (formerly known as Wireless Facilities, Inc.) (hereinafter, "Kratos") is currently represented by the law firm of Cooley Godward Kronish LLP.
4. Kratos is a defendant in the coordinated action entitled In Re Wireless Facilities, Inc. Initial Public Offering Securities Litigation, Case No. 01 Civ. 4779.
5. Kratos has requested to substitute Morrison & Foerster LLP as its counsel in the above-captioned actions.

6. Morrison & Foerster LLP and Cooley Godward Kronish LLP have stipulated to this substitution.

I hereby certify that the substitution will not cause or result in any delay or prejudice.

By: Angela Dunning
Angela L. Dunning
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SUBSCRIBED AND SWORN to before me this 1st day of February, 2010, by Angela L. Dunning, proved to me on the basis of satisfactory evidence to be the person who appeared before me.



Lilian G. Santamaria
NOTARY PUBLIC for California
Residing at Santa Clara, California
Commission expires 12/10/12

CERTIFICATE OF SERVICE

I, Angela T. Bella, certify that on February 11, 2010,

I caused a true and correct copy of the foregoing (1) *Notice of Withdrawal and Simultaneous Appearance of Substitute Counsel; [Proposed] Order* and (2) *Affidavit in Support of Notice of Withdrawal and Simultaneous Appearance of Substitute Counsel*, to be served via LexisNexis File & Serve upon all parties listed on the service list of the *IPO Securities Litigation* website maintained by LexisNexis.